

ORIGINAL

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X  
WILLIAM BROWN, Individually And On :  
Behalf of All Others Similarly Situated, :

Plaintiff, :

v. :

TELETECH HOLDINGS, INC., KENNETH :  
D. TUCHMAN, JOHN R. TROKA, RUTH C. :  
LIPPER, SHIRLEY YOUNG, WILLIAM A. :  
LINNENBRINGER, JAMES E. BARLETT, :  
SHRIKANT MEHTA, CITIGROUP :  
GLOBAL MARKETS INC., MORGAN :  
STANLEY & CO., INC. and ERNST & :  
YOUNG, LLP, :

Defendants. :  
----- X

08 Civ. 1842 (LTS)

**MOTION TO ADMIT COUNSEL  
PRO HAC VICE**

FILED  
U.S. DISTRICT COURT  
2008 APR 23 PM 2:05  
S.D.N.Y.

APR 23 2008

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Andrew B. Kratenstein, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission pro hac vice of

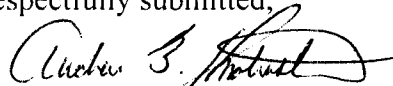
Matthew Oster  
McDermott Will & Emery LLP  
2049 Century Park East  
38th Floor  
Los Angeles, California 90067-3218  
Phone Number: (310) 277-4110  
Fax Number: (310) 277-4730

Matthew Oster is a member in good standing of the Bar of the State of California.

There are no pending disciplinary proceedings against Matthew Oster in any State or Federal Court.

Dated: April 22, 2008  
New York, New York

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Andrew B. Kratenstein", written over a horizontal line.

Andrew B. Kratenstein (AK-3910)  
McDermott Will & Emery LLP  
340 Madison Avenue  
New York, NY 10173-1922  
(212) 547-5400 (phone)  
(212) 547-5444 (facsimile)

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**08 Civ. 1842 (LTS)**

**AFFIDAVIT OF ANDREW B.  
KRATENSTEIN  
IN SUPPORT OF MOTION  
TO ADMIT COUNSEL  
PRO HAC VICE**

State of New York                    )  
  )       ss:  
County of New York                )

ANDREW B. KRATENSTEIN, being duly sworn, hereby deposes and says as follows:

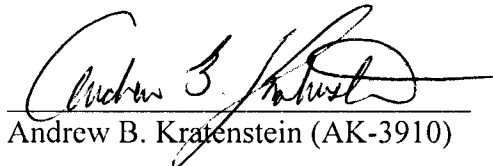
1. I am a partner in the law firm of McDermott Will & Emery LLP, counsel for Defendant Kenneth D. Tuchman in the above captioned action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of Defendant Kenneth D. Tuchman's motion to admit Matthew Oster as counsel pro hac vice to represent Defendant Kenneth D. Tuchman in the above-captioned matter.

2. I am a member in good standing of the Bar of the State of New York, and was admitted to practice law in October 2000. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.

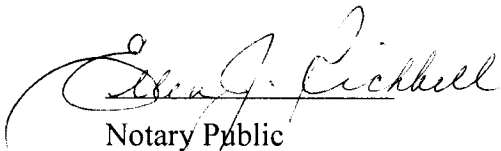
3. I have known Matthew Oster since March 2008.
4. Mr. Oster is a partner in the law firm of McDermott Will & Emery LLP.
5. I have found Mr. Oster to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.
6. Accordingly, I am pleased to move the admission of Matthew Oster, pro hac vice.
7. I respectfully submit a proposed order granting the admission of Matthew Oster, pro hac vice, which is attached hereto as Exhibit A.

WHEREFORE it is respectfully requested that the motion to admit Matthew Oster, pro hac vice, to represent Defendant Kenneth D. Tuchman in the above-captioned matter, be granted.

Dated: April 22, 2008  
New York, New York

  
Andrew B. Kratenstein (AK-3910)

Sworn to before me this  
22nd day of April, 2008

  
Notary Public

**ELLEN J. RICHBELL**  
Notary Public, State of New York  
No. 01RI6153589  
Qualified in New York County  
Commission Expires Oct. 10, 2010

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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Behalf of All Others Similarly Situated, :

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v. :

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Defendants. :

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**08 Civ. 1842 (LTS)**

**ORDER FOR ADMISSION  
PRO HAC VICE  
ON WRITTEN MOTION**

**ORDER FOR ADMISSION PRO HAC VICE ON WRITTEN MOTION**

Upon the motion of Andrew B. Kratenstein, attorney for Defendant Kenneth D. Tuchman and  
said sponsor attorney's affidavit in support;

**IT IS HEREBY ORDERED** that

Applicant's Name: Matthew Oster  
Firm Name: McDermott Will & Emery LLP  
Address: 2049 Century Park East, 38th Floor  
City/State/Zip: Los Angeles, CA 90067-3218  
Phone Number: (310) 277-4110  
Fax Number: (310) 277-4730  
Email Address: moster@mwe.com

is admitted to practice pro hac vice as counsel for Defendant Kenneth D. Tuchman in the above  
captioned case in the United States District Court for the Southern District of New York.

All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at [nysd.uscourts.gov](http://nysd.uscourts.gov). Counsel shall forward the pro hac vice fee to the Clerk of the Court.

Dated: April \_\_, 2008

City, State: New York, New York

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U.S.D.J.



# THE STATE BAR OF CALIFORNIA

MEMBER SERVICES CENTER

180 HOWARD STREET, SAN FRANCISCO, CALIFORNIA 94105-1639

TELEPHONE: 888-800-3400

April 3, 2008

TO WHOM IT MAY CONCERN:

This is to certify that according to the records of the State Bar, MATTHEW X. OSTER, #190541 was admitted to the practice of law in this state by the Supreme Court of California on December 2, 1997; and has been since that date, and is at date hereof, an ACTIVE member of the State Bar of California; and that no recommendation for discipline for professional or other misconduct has ever been made by the Board of Governors or a Disciplinary Board to the Supreme Court of the State of California.

THE STATE BAR OF CALIFORNIA

A handwritten signature in black ink, appearing to read "Kath Lambert".

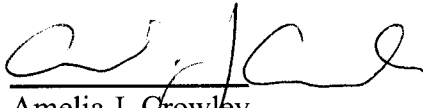
Kath Lambert  
Custodian of Membership Records

**CERTIFICATE OF SERVICE**

I certify under penalty of perjury that, pursuant to 28 U.S.C. §1746, on Wednesday, April 23, 2008, I served the accompanying Motion to Admit Counsel Pro Hac Vice for Matthew Oster via U.S. Mail upon the following party:

Evan J. Smith  
Brodsky & Smith, LLC  
240 Mineola Boulevard  
Mineola, NY 11501

Dated: New York, New York  
April 23, 2008

  
Amelia J. Crowley